

Overland Resources LLC
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October 25, 2011

Director Neslin
Colorado Oil and Gas Conservation Commission
1120 Lincoln St, Suite 801
Denver, CO 80203

RE: Exception Location request under Rule 318.c
Township 3 South, Range 64 West, 6th P.M.
Section 10 SE4
Adams County, Colorado
Proposed wells:
-Handke #2 NWSE 10 3S 64W 1999 FSL 1988 FEL – Overland Resources LLC, Operator
-Handke #3 SESE 10 3S 64W 638 FSL 634 FEL– Overland Resources LLC, Operator
-Handke #4 SWSE 10 3S 64W 1983 FSL 1984 FEL – Overland Resources LLC, Operator

Director Neslin,

Overland Resources LLC is filing Form 2 Applications for Permit to Drill (APD) for the above listed three (3) wells in the SE Quarter of Section 10, Township 3S, Range 64W in Arapahoe County, Colorado.

The geological structure indicated by the currently producing Handke #1 in section 10 and based on seismic and geologic interpretation suggests the Handke #2 and Handke #3 can be primarily productive in the D sand and possibly productive in the J Sand. The proposed Handke #2 and Handke #3 meet the current COGCC spacing criteria for this area. The best location for a J Sand well is the proposed Handke #4 location which may be marginally productive in the D Sand. We are requesting an Exception Location Waiver to Rule 318a for the proposed Handke #4 and with the approval of the location can co-locate the Handke #2 and Handke #4 on the same drilling pad reducing overall impact. As proposed, the surface location for the Handke #4 is 1983' FSL and 1984' FEL which is 39.80223,-104.53417, and the bottom hole location is 1286' FSL and 1723' FEL with GPS at 39.80031,-104.53322.

Overland Resources LLC is attaching this exception waiver to the APD for all three wells. Please let me know if you have any questions or require additional information to be included with the permit application.

Thank You,

Gregory Pandolfo
Manager - Overland Resources LLC